

AMENDED PERMIT

THE STATE OF NEVADA

PERMIT TO CHANGE POINT OF DIVERSION, MANNER OF USE AND PLACE OF USE OF THE PUBLIC WATERS OF THE STATE OF NEVADA HERETOFORE APPROPRIATED

Name of applicant: CHURCHILL WEST, LLC, HANEVA, LLC &
ROBERT L. "DUFFER" FAIRBANKS

Source: UNDERGROUND

Basin: CARSON DESERT

Manner of Use: MUNICIPAL

Period of Use: January 1st to December 31st

Priority Date: 05/16/1977

NEW PRIORITY DATE:
FEB 22 2011 Churchill West Portion Only

APPROVAL OF STATE ENGINEER

This is to certify that I have examined the foregoing application, and do hereby grant the same, subject to the following limitations and conditions:

This permit to change the point of diversion, place and manner of use of the waters of an underground source as heretofore granted under Permit 31723 is issued subject to the terms and conditions imposed in said Permit 31723 and with the understanding that no other rights on the source will be affected by the change proposed herein. The well shall be equipped with a 2-inch opening and a totalizing meter must be installed and maintained in the discharge pipeline near the point of diversion and accurate measurements must be kept of water placed to beneficial use. The totalizing meter must be installed before any use of the water begins or before the proof of completion of work is filed. If the well is flowing, a valve must be installed and maintained to prevent waste. This source is located within an area designated by the State Engineer pursuant to NRS 534.030. The State retains the right to regulate the use of the water herein granted at any and all times.

This permit does not extend the permittee the right of ingress and egress on public, private or corporate lands.

The total combined duty of water under Permits 72404, 73000, 73001, 73002, 73003, 73635, 76356, 76736 and 76737 shall not exceed 1969.97 acre-feet annually.

The issuance of this permit does not waive the requirements that the permit holder obtain other permits from State, Federal and local agencies.

Any well drilled under this permit shall be drilled in what has been described in the United States Geological Survey Water Supply Paper 2263 as the intermediate alluvial aquifer. In no instance shall the seal on this well be less than 100 feet below ground level.

(Continued on Page 2)

The permittee shall report to the State Engineer on a quarterly basis the effect of pumping this well on other previously existing wells that are located within 2,500 feet of this well. Any pumping of water in this well may be limited or prohibited to prevent any unreasonable adverse effects on an existing domestic well located within 2,500 feet of this well, unless the holder of this permit and the owner of the domestic well have agreed to alternative measures that mitigate adverse effects.

The point of diversion and place of use are as described on the submitted application to support this permit.

The amount of water to be appropriated shall be limited to the amount which can be applied to beneficial use, **and not to exceed 2.0 cubic feet per second or 321.28 acre-feet annually.**

Work must be prosecuted with reasonable diligence and proof of completion of work shall be filed on or before:

N/A

Water must be placed to beneficial use and proof of the application of water to beneficial use shall be filed on or before:

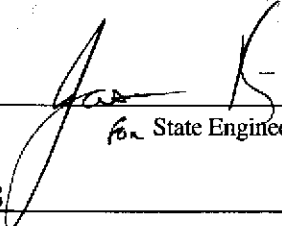
November 27, 2010

Map in support of proof of beneficial use shall be filed on or before:

N/A

IN TESTIMONY WHEREOF, I, TRACY TAYLOR, P.E.,

State Engineer of Nevada, have hereunto set my hand and the seal of my office, this 26th day of December, A.D. 2008


for State Engineer

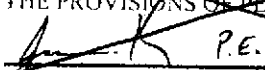
Completion of work filed January 4, 2008

Proof of beneficial use filed _____

Cultural map filed _____

Certificate No. _____ Issued _____

llb

~~CANCELLED JAN 28 2011 BECAUSE OF
FAILURE OF APPLICANT TO COMPLY WITH
THE PROVISIONS OF PERMIT Churchill West, LLC
Port. 216.16 AFA~~
~~ P.E. STATE ENGINEER~~

Per. Rescinded 7-1-2011 Churchill West Port only

See Amended Permits

ASSIGNED
No. 75000

**APPLICATION FOR PERMISSION TO CHANGE POINT OF DIVERSION, MANNER
OF USE AND PLACE OF USE OF THE PUBLIC WATERS OF THE STATE OF
NEVADA HERETOFORE APPROPRIATED**

Date of filing in State Engineer's Office JUL 08 2005

Returned to applicant for correction _____

Corrected application filed _____

Map filed MAR 23 2005 under 72404

The applicant **Robert L. "Duffer" Fairbanks** hereby make application for permission to change the **Point of diversion Place of use Manner of use** of water heretofore appropriated under **Permit 31723**

1. The source of water is **UGW - Well**
2. The amount of water to be changed **2.0 cfs**
3. The water to be used for **Municipal and Domestic**
4. The water heretofore permitted for **Irrigation**
5. The water is to be diverted at the following point **SW ¼ NW ¼ Sec 35, T. 19N., R.28E., M.D.B.&M. or at a point from which the NW cor of said sec 35 bears N. 42 degrees 50' 39" W. a distance of 1973 feet**
6. The existing permitted point of diversion is located within **NE ¼ NW¼ Section 1, T.18N., R9 E., M.D.B.&M. or at a point from which the N ¼ corner of Section 1, bears N. 45 Degrees 00' E., a distance of 933.3 feet**
7. Proposed place of use **See Exhibit "A"**
8. Existing place of use **N ½ NW ¼ Sec. 1 T. 18N., R.29E., M.D.B.&M. (80 AC)**
9. Use will be from **1/1 to 12/31** of each year.
10. Use was permitted from **4/1 to 8/30** of each year.
11. Description of proposed works **Drilled well, pump, motor and distribution system**
12. Estimated cost of works **\$100,000.00**
13. Estimated time required to construct works **2 years**
14. Estimated time required to complete the application of water to beneficial use **10 years**
15. Remarks: **For existing P.O.D. P.O.U use map on file under permit 31723. For proposed P.O.D. use map on file under 72404. For proposed P.O.U. use map on file under Application**

49200. Title to be changed upon the approval for service within the Sand Creek subdivision served by Churchill County

By R. Michael Turnipseed P.E.
s/ R. Michael Turnipseed P.E.
204 N. Minnesota St.
Carson City NV 89703

Compared sg/dl dl/ gkl

Protested _____

APPROVAL OF STATE ENGINEER

This is to certify that I have examined the foregoing application, and do hereby grant the same, subject to the following limitations and conditions:

This permit to change the point of diversion, place of use and manner of use of the waters of an underground source as heretofore granted under Permit 31723 is issued subject to the terms and conditions imposed in said Permit 31723 and with the understanding that no other rights on the source will be affected by the change proposed herein. The well shall be equipped with a 2-inch opening and a totalizing meter must be installed and maintained in the discharge pipeline near the point of diversion and accurate measurements must be kept of water placed to beneficial use. The totalizing meter must be installed before any use of the water begins or before the proof of completion of work is filed. If the well is flowing, a valve must be installed and maintained to prevent waste. This source is located within an area designated by the State Engineer pursuant to NRS 534.030. The State retains the right to regulate the use of the water herein granted at any and all times.

This permit does not extend the permittee the right of ingress and egress on public, private or corporate lands.

The issuance of this permit does not waive the requirements that the permit holder obtain other permits from State, Federal and local agencies.

Any well drilled under this permit shall be drilled in what has been described in the United States Geological Survey Water Supply Paper 2263 as the intermediate alluvial aquifer. In no instance shall the seal on this well be less than 100 feet below ground level.

The permittee shall report to the State Engineer on a quarterly basis the effect of pumping the well under this permit on other previously existing wells that are located within 2,500 feet of the well under this permit.

Any pumping of water under this permit may be limited or prohibited to prevent any unreasonable adverse effects on an existing domestic well located within 2,500 feet of the well under this permit, unless the holder of this permit and the owner of the domestic well have agreed to alternative measures that mitigate adverse effects.

The total combined duty of water under Permits 72404, 73000, 73001, 73002 and 73003 shall not exceed 1581.68 acre-feet annually.

This permit is issued for the consumptive use portion only of the original irrigation base right (Permit 31723), being 240.16 acre-feet. The remainder (81.12 acre-feet) remains in the ground water source.

(CONTINUED ON PAGE 3)

The amount of water to be changed shall be limited to the amount which can be applied to beneficial use, and not to exceed 2.0 cubic feet per second, not to exceed 240.16 acre-feet annually.

Work must be prosecuted with reasonable diligence and be completed on or before:

October 27, 2007

Proof of completion of work shall be filed before:

November 27, 2007

Water must be placed to beneficial use on or before:

October 27, 2010

Proof of the application of water to beneficial use shall be filed on or before:

November 27, 2010

Map in support of proof of beneficial use shall be filed on or before:

NA

IN TESTIMONY WHEREOF, I, HUGH RICCI, P.E.,

State Engineer of Nevada, have hereunto set
my hand and the seal of my office,

this 7th day of February A.D. 2006


State Engineer

Completion of work filed JAN 04 2008

Proof of beneficial use filed _____

Cultural map filed _____ N/A

Certificate No. _____ Issued _____

6. Place of use

T20N R26E sections 1-4, east $\frac{1}{2}$ 5, east $\frac{1}{2}$ 8, 9-16, east $\frac{1}{2}$ 17, east $\frac{1}{2}$ 20, 21-28, east $\frac{1}{2}$ 29, east $\frac{1}{2}$ 32, 33-36, inclusive.

T20N R27E all sections, T20N R28E all sections, T20N R29E all sections, T20N R30E all sections, T20N R31E all sections.

T20N R32E sections west $\frac{1}{2}$ 4, 5-8, west $\frac{1}{2}$ 9, west $\frac{1}{2}$ and south $\frac{1}{2}$ 16, 17-21, 29 and 30.

T19N R26E all sections, T19N R27E all sections, T19N R28E all sections, T19N R29E all sections, T19N R30E all sections.

T19N R31E sections 2-11, 14-22 and 27-33.

T18N R26E sections 1-30, 32-36

T18N R27E all sections, T18N R28E all sections, T18N R29E all sections, T18N R30E all sections.

T18N R31E sections west $\frac{1}{2}$ 4, 5-8, west $\frac{1}{2}$ 9, west $\frac{1}{2}$ 16, 17-20, west $\frac{1}{2}$ 21, west $\frac{1}{2}$ 28, 29-32, and west $\frac{1}{2}$ 33.

T17N R31E sections west $\frac{1}{2}$ 4, 5-8, west $\frac{1}{2}$ 9, west $\frac{1}{2}$ 16, 17-20, west $\frac{1}{2}$ 21, west $\frac{1}{2}$ 28, 29-32, and west $\frac{1}{2}$ 33.

T17N R30E all sections, T17N R29E all sections.

T17N R28E sections 1-3, 10-15, 21-28, and 33-36.